

Information Request AG-2-3

Please provide the Company's current estimate of the Transaction Costs to be incurred as a result of the sale of its generation assets. Please describe, itemize and quantify each of these costs.

Response

The Company has not changed its estimate of Transaction Costs filed on page 7 of Exhibit 5 in its initial filing. The major categories of transaction costs are as follows:

- the Auction Fee payable to JPMorgan for their services in running the auction;
- NAESCo Auction Costs estimated at \$150,000, payable to North Atlantic Energy Services Company (the entity that currently operates the plant) for support services that are billed to the selling owners during the auction process;
- an estimated \$200,000 in legal fees to obtain the required State and Federal approvals; and
- an additional \$30,000 for various filing fees and miscellaneous out of pocket expenses.

These costs will be adjusted to reflect actual amounts when the Company makes its final reconciliation of the transaction after closing.